

1000

DOCKET NO. _____

In the Matter of _____

IN THE MATTER OF THE
APPLICATION OF NETWORK US, INC.
D/B/A CA AFFINITY FOR A
CERTIFICATE OF AUTHORITY TO
PROVIDE INTEREXCHANGE
TELECOMMUNICATIONS SERVICES IN
SOUTH DAKOTA

Public Utilities Commission of the State of South Dakota

[illegible]

TC01-057

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company
Attorneys at Law

Leon L. Nowalsky
Benjamin W. Bronston
Edward P. Gothard

3500 North Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984
Facsimile: (504) 831-0892

Monica Borne Haab
Ellen Ann G. Sands
Bruce C. Betzer

RECEIVED

June 7, 2001

JUN 08 2001

Via Overnight Delivery

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Executive Secretary
South Dakota Public Utilities Commission
500 E. Capitol Avenue
Pierre, SD 57501-5070

RE: Network US, Inc. d/b/a CA Affinity

Dear Sir

Enclosed herewith for filing please find an original and ten (10) copies of the Application of Network US, Inc. d/b/a CA Affinity for authority to provide resold interexchange telecommunications services throughout the State of South Dakota. The requisite \$250.00 filing fee is enclosed.

Please date stamp and return the attached copy of this letter as acknowledgment of your receipt of these documents. A self-addressed, stamped envelope has been provided for this purpose.

If you should have any questions regarding this filing, please do not hesitate to call.

Sincerely,



Monica Borne Haab

Enclosure

BEFORE THE
SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

RECEIVED

JUN 08 2001

IN RE

APPLICATION OF NETWORK US, INC. D/B/A)
 CA AFFINITY FOR AUTHORITY TO PROVIDE)
 INTEREXCHANGE TELECOMMUNICATIONS)
 SERVICES WITHIN THE STATE OF SOUTH)
 DAKOTA)

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

Docket No. _____

APPLICATION

NETWORK US, INC. D/B/A CA AFFINITY ("Applicant") hereby submits this application for certificate of public convenience and necessity to provide resold intrastate telecommunications service within the State of South Dakota.

In support of its application, Applicant provides the following information:

- 1 The legal name, principal address and telephone number of the applicant corporation are:

Network US, Inc.
 20875 Crossroads Circle, Suite 400
 Waukesha, Wisconsin 53186
 Phone: (310) 235-3177
 Fax: (310) 235-3185

- 2 Applicant is a corporation organized under the laws of the State of Illinois on February 5, 1999. The Company is authorized to transact business within South Dakota as evidenced by the Certificate of Authority attached hereto as **Exhibit A**. The Applicant has no parent company, subsidiaries or other affiliates.

- 3 The Applicant's representative to whom all correspondence regarding this application should be addressed is

Monica Borne Haab, Attorney
Norvalsky, Bronston & Gothard
3500 N. Causeway Blvd., Suite 1442
Metairie, Louisiana 70002
Phone: (504) 832-1984
Fax: (504) 831-0892
E-Mail: mborne@nbglaw.com

- 4 Applicant possesses the management personnel necessary to provide the proposed services as indicated in the Management Profiles attached as **Exhibit B**. Applicant's officers are as follows:

Brian Sledz
President/Director
20875 Crossroads Circle
Suite 400
Waukesha, WI 53186
Phone: (310) 235-3177
Fax: (310) 235-3185

Timothy Sledz
Secretary/Director
20875 Crossroads Circle
Suite 400
Waukesha, WI 53186
Phone: (310) 235-3177
Fax: (310) 235-3185

- 5 Applicant proposes to offer resold intrastate long distance services to the public on a statewide basis in the State of South Dakota. The services to be provided are Message Toll Service, Incoming 800/888 and Travel Card services. The Applicant resells the services of underlying carriers and does not own any facilities, including switches. Applicant will initially resell the services of WorldCom and/or other certificated carriers.

6. The Company is currently authorized to provide service in Colorado, Iowa, Indiana, Kentucky, Michigan, New Jersey, Oregon, Texas and Wisconsin. A list of states where applications for authority are pending is contained in the Initial Data Request attached as **Exhibit F**. The Company has not been denied authorization to provide service in any state, and is in good standing with the appropriate regulatory agency in all states where it is authorized to provide services.
7. The Applicant's proposed initial tariff containing the rules, regulations, terms and conditions of service is attached hereto as **Exhibit C**.
8. The Applicant has adequate and sufficient financial resources to provide the proposed public telecommunications service properly and continuously. A copy of the Company's financial statements are attached hereto as **Exhibit D**.
9. Granting of this application will further the public interest. The resale of telecommunications services expands the availability of telecommunications services to more members of the public at more competitive prices. In addition, by lowering the costs of telecommunications, small and medium sized businesses are able to maintain their communications costs at levels that are closer to those available to larger users. The more competitively equal companies are, the more the public should benefit through products and services made and/or delivered more efficiently and more responsively to consumer needs and desires.

10. The Applicant is willing and able to conform to the Constitution and laws of the State of South Dakota and the Rules and Regulations of the Commission, now in effect or hereinafter enacted.
11. A list of shareholders owning more than a twenty percent (20%) share is attached hereto as **Exhibit E**.
12. The Company's Federal Employer Identification Number is 72-1449031.
13. The Company has not had any complaints filed against it with any state or federal regulatory commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered.
14. The Company's contact person for future regulatory matters is:

Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, WI 53186
Phone: (310) 235-3177
Fax: (310) 235-3185

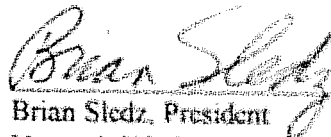
WHEREFORE, Network US, Inc. d/b/a CA Affinity respectfully requests that the Commission Grant Applicant a Certificate of Public Convenience and Necessity, giving Applicant authority to provide public telecommunications service, effective upon approval of this Application.

Respectfully submitted this 5th day of June, 2001.

By: 

Monica Borne Haab
Nowalsky, Bronston & Gothard
3500 N. Causeway Blvd.
Suite 1442
Metairie, LA 70002
Ph. (504) 832-1984
E-Mail: mborne@nbglaw.com

AND



Brian Sledz, President
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

EXHIBIT A

CERTIFICATE OF AUTHORITY

State of South Dakota



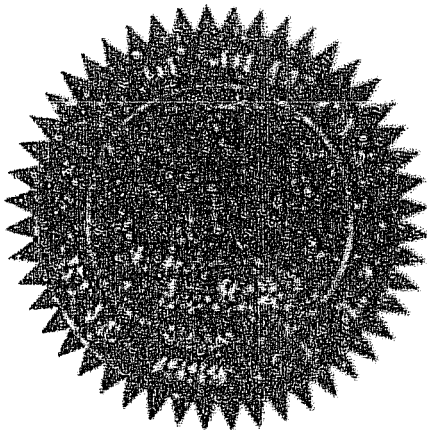
OFFICE OF THE SECRETARY OF STATE

Certificate of Authority

I, JOYCE HAZELTINE, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of NETWORK US, INC. (IL) to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the application to transact business in this state.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this April 2, 2001.



A handwritten signature in cursive script, reading "Joyce Hazeltine".

Joyce Hazeltine
Secretary of State



Secretary of State
State Capitol
500 E. Capitol Ave.
Pierre, SD 57501
Phone 605-773-4845
Fax 605-773-4559

Filed this

FILE NO

RECEIPT NO

RECEIVED

MAR 19 01

SO. SEC. OF STATE

RECEIVED

MAR 09 01

SO. SEC. OF STATE

Application for Certificate of Authority

Pursuant to the provision of SDCL 47-8-7, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of South Dakota and for that purpose submits the following statement:

(1) The name of the corporation is NETWORK US, INC.

EXACT CORPORATE NAME

(2) If the name of the corporation does not contain the word "corporation", "company", "incorporated" or "limited" contain an abbreviation of one of such words, then the name of the corporation with the word or abbreviation which it elects to add thereto for use in this state is

(3) State where incorporated Illinois

Federal Taxpayer ID# 72-1449031

(4) The date of its incorporation is February 5, 1999
perpetual, is perpetual

and the period of its duration, which may be

(5) The address of its principal office in the state or country under the laws of which it is incorporated is
180 N. LaSalle Street, Suite 1820, Chicago, Illinois

Zip Code 60601

mailing address if different from above is:

20875 Crossroads Circle, Waukesha, WI

Zip Code 53190

(6) The street address, or a statement that there is no street address, of its proposed registered office in the State of South Dakota is
300 South Phillips Avenue, Suite 300, Sioux Falls, SD

Zip Code 57105

and the name of its proposed registered agent in the State of South Dakota is this agent is National Registration Agents, Inc.

(7) The purposes which it proposes to pursue in the transaction of business in the State of South Dakota are general corporate purposes
the sale of telecommunications services and products

(8) The names and respective addresses of its directors and officers are

Name	Officer Title	Street Address	City	State	Zip
Brian Sledz	Pres/Dir	20875 Crossroads Circle, Waukesha, WI 53190	Waukesha	WI	53190
Timothy Sledz	Sec/Dir	20875 Crossroads Circle, Waukesha, WI 53190	Waukesha	WI	53190

(9) The aggregate number of shares which it has authority to issue, classified by class, par value of shares, shares without par value and series, if any, within a class is

Number of shares	Class	Par value per share or statement that shares are without par value
1,000	common	no par value

(10) The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
1,000	common		no par value

(11) The amount of its stated capital is \$ 1000

Shares issued times par value equals stated capital. In the case of no par value stock, stated capital is the consideration received for the issued shares.

(12) This application is accompanied by a CERTIFICATE OF FACT or a CERTIFICATE OF GOOD STANDING duly acknowledged by the Secretary of State or other officer having custody of corporate records in the state or country where whose laws it is incorporated.

(13) That such corporation shall not directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any partnership or association of persons, or in any manner whatever to fix the prices, limit the production or regulate the transportation of any product or commodity, so as to prevent competition in such prices, production or transportation or to establish exclusive prices therefor.

(14) That such corporation, as a consideration of its being permitted to begin or continue doing business within the State of North Dakota, will comply with all the laws of the said State with regard to foreign corporations.

The application must be signed, in the presence of a notary public, by the directors of the board of directors, or by the president or by another officer.

I DECLARE AND AFFIRM UNDER THE PENALTY OF PERJURY THAT THIS APPLICATION IS IN ALL THINGS TRUE AND CORRECT.

Dated March 9 2001

Brian Sledz
Signature
President
of NETWORK US, INC.

STATE OF Louisiana
COUNTY OF Jefferson

I, Benjamin W. Brauston, a Notary Public, do hereby certify that on this 9th day of March, 2001, personally appeared before me Brian Sledz, who being by me duly sworn, declared that he was the President of NETWORK US, INC. and the statements therein contained are true.

at death
My Commission Expires

Notarial Seal

The Consent of Appointment below must be signed by the registrant agent listed on number 101.

Consent of Appointment by the Registered Agent

I, National Registered Agents, Inc., hereby give my consent to serve as the registered agent for Network 115, Inc.
(name of registered agent)
(corporate name)

Dated 3-7 19 2001

National Registered Agents, Inc.
Charles A. Coyle
Registered Agent with Seal State

The proper filing fee must accompany the application. Make checks payable to the Secretary of State.

FEE SCHEDULE

Authorized capital stock of	25,000	or less	\$ 50
Over \$25,000 and not exceeding	100,000		110
Over \$100,000 and not exceeding	500,000		130
Over \$500,000 and not exceeding	1,000,000		150
Over \$1,000,000 and not exceeding	1,500,000		200
Over \$1,500,000 and not exceeding	2,000,000		250
Over \$2,000,000 and not exceeding	2,500,000		300
Over \$2,500,000 and not exceeding	3,000,000		350
Over \$3,000,000 and not exceeding	3,500,000		400
Over \$3,500,000 and not exceeding	4,000,000		450
Over \$4,000,000 and not exceeding	4,500,000		500
Over \$4,500,000 and not exceeding	5,000,000		550
For each additional \$500,000, \$40 in addition to \$550			

For purposes only of computing fees under this section, the dollar value of each authorized share having a par value shall be equal to par value and the value of each authorized share having no par value shall be equal to one hundred dollars per share. The maximum amount charged under this subdivision may not exceed sixteen thousand dollars.

FILING INSTRUCTIONS:

The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or its president, or any other officer. One original and one photocopy of the application must be submitted.

The application must be accompanied by an original, currently dated, **CERTIFICATE OF FACT** or a **CERTIFICATE OF GOOD STANDING** from the Secretary of State in the state where incorporated. A photocopy of a certificate is not acceptable. It should be dated within ninety (90) days of submitting it to our office.

South Dakota law requires every corporation to continuously maintain a resident of this state as the registered agent (as on the application). The registered agent's address is considered the registered office address of the corporation in South Dakota. A complete street address must be listed for service of process.

The Consent of Registered Agent portion must be signed by the South Dakota registered agent.

Mail the application, certificate, and filing fee to the Secretary of State, Corporate Division, 500 E. Capitol Avenue, Room 110, 57501-5070. The duplicate and a Certificate of Authority will be returned for your records.

File Number

6033-507-7

RECEIVED

MAR 17 1934

DEPT. OF STATE

STATE OF ILLINOIS

OFFICE OF
THE SECRETARY OF STATE



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do
hereby certify that

NETWORK 12, INC., A DOMESTIC CORPORATION,
INCORPORATED UNDER THE LAWS OF THIS STATE FEBRUARY 9, 1933,
APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS
CORPORATION ACT OF THIS STATE RELATIVE TO THE FILING OF ANNUAL
REPORTS AND PAYMENT OF FRANCHISE TAXES. AS OF THIS DATE, IS IN
GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS.

In Testimony Whereof, I, hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this _____
day of MARCH A.D. 1934

Jesse White

CERTIFICATE

OF

USE IN A BUSINESS OF A TRADE, ASSUMED OR FICTITIOUS NAME

To: Register of Deeds
County of Minnehaha

The undersigned corporation, pursuant to the provisions of the laws of South Dakota, submits the following statement:

1. The name of the corporation (hereinafter referred to as the "Corporation") filing this original Certificate to Use in a Business of a Trade, Assumed or Fictitious Name is:

— NETWORK US, INC.

2. The trade/assumed/fictitious name under which business will be conducted by the Corporation is:

CA AFFINITY

3. The name and address of the owner of the above trade/assumed/fictitious name is:

NETWORK US, INC., 20875 Waukegan, Wisconsin 53186

NETWORK US, INC.

By: Brian Slack
Brian Slack, President

By: Timothy Slack
Timothy Slack, Secretary

[Corporate Seal]

STATE OF Louisiana)
COUNTY OF Jefferson) SS.:

Brian Sledz and Timothy Sledz being first duly sworn, each for himself says that he has read the foregoing certificate and knows the contents thereof and the same is true.

Brian Sledz
Brian Sledz

Tim Sledz
Timothy Sledz

Subscribed and sworn to before me this
9th day of April, 20 01

[Signature]
Notary Public

My commission expires at death 2001

EXHIBIT B

MANAGEMENT PROFILES

Brian E. Sledz

Mr. Sledz has been an owner and operator of telecommunications companies for over ten (10) years. Mr. Sledz was the Founder and President of Discount Network Services, Inc. ("DNS"), a Chicago-based provider of long distance service which was eventually sold to Network Long Distance, Inc. in October 1995. Mr. Sledz was responsible for the overall management and operation of DNS, and concentrated his efforts primarily on managing all sales and marketing activities of the company.

Since 1995, Mr. Sledz has been involved in a variety of telecommunications-related entrepreneurial endeavors, the latest of which is Network U.S. Inc. d/b/a CA. Wilson ("Network U.S."), which is a provider of long distance telecommunications services. Mr. Sledz is the President and Chief Executive Officer of Network U.S. and is responsible for the overall management and strategic direction of the company.

Timothy J. Sledz

Mr. Sledz has been an owner and operator of telecommunications companies for over ten (10) years. Mr. Sledz was the Chief Operating Officer of Discount Network Services, Inc. ("DNS"), a Chicago-based reseller of long distance service which was eventually sold to Network Long Distance, Inc. in October, 1995. Mr. Sledz was responsible for all back office functions, including billing, accounting and customer service. Mr. Sledz continues to serve as a member of the Board of Directors of the publicly traded Network Long Distance, Inc.

Since 1995, Mr. Sledz has been involved in a variety of telecommunications-related entrepreneurial endeavors, the latest of which is Network US, Inc. d/b/a CA Affinity ("Network US"), which is a reseller of long distance telecommunications services. Mr. Sledz is the Secretary and Treasurer of Network US and is responsible for all back office functions, including provisioning, billing, accounting and customer service.

EXHIBIT C

PROPOSED INITIAL TARIFF

TELECOMMUNICATIONS SERVICES TARIFF

TITLE SHEET

NETWORK US, INC. D/B/A CA AFFINITY

TARIFF NO. 1

This tariff contains the description, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by Network US, Inc. with principal offices at 20875 Crossroads Circle, Suite 400, Waukesha, Wisconsin 53186. This tariff is on file with the South Dakota Public Utilities Commission, and copies may be inspected during normal business hours at the Company's principal place of business.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

CHECK SHEET

All sheets of this tariff are effective as of the date shown at the bottom of the respective pages. Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

<u>Sheet</u>	<u>Revision</u>	<u>Sheet</u>	<u>Revision</u>
1	Original	21	Original
2	Original	22	Original
3	Original	23	Original
4	Original	24	Original
5	Original	25	Original
6	Original	26	Original
7	Original	27	Original
8	Original	28	Original
9	Original	29	Original
10	Original	30	Original
11	Original	31	Original
12	Original	32	Original
13	Original	33	Original
14	Original	34	Original
15	Original	35	Original
16	Original	36	Original
17	Original	37	Original
18	Original		
19	Original		
20	Original		

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

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ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

SYMBOLS

The following are the only symbols used for the purposes indicated below:

- D - Deleted or Discontinued Material
- I - Change Resulting in a Rate Increase
- N - New Regulation, Term, Condition or Rate
- R - Change Resulting in a Rate Reduction
- T - Change In Text or Regulation, but no Change in Rates

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

TARIFF FORMAT

- A. Sheet Numbering - Sheet numbers appear in the upper-right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be Sheet 14.1.
- B. Sheet Revision Numbers - Revision numbers also appear in the upper-right corner of the sheet. These numbers are used to determine the most current sheet version on file with the Commission. For example, 4th Revised Sheet 14 cancels 3rd Revised Sheet 14.
- C. Paragraph Numbering Sequence - There are various levels of alphanumeric paragraph coding. Each level of coding is subservient to its next higher level of coding.
2.
2.1.
2.1.1.
2.1.1.A.
2.1.1.A.1.
2.1.1.A.1.(a)
- D. Check Sheets - When a tariff filing is made with the Commission, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new sheets are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this sheet if these are the only changes made to it (i.e., the format, etc., remains the same, just revised revision levels on some sheets). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the Commission.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

SECTION 1 - DEFINITIONS AND ABBREVIATIONS

1.1 Definitions:

Application for Service - A standard order form which includes all pertinent billing, technical, and other descriptive information which will enable the carrier to provide the communication service as required.

Authorized User - A person, firm, corporation, or other entity authorized by the customer to receive or send communications.

Carrier - Network US, Inc., unless stated otherwise.

Class of Service - Various categories of telephone service generally available to customers, such as business or residential.

Commission - South Dakota Public Utilities Commission.

Company - Network US, Inc.

Completed Calls - Completed calls are calls answered on the distance end.

Customer or Subscriber - The person, firm, corporation, or other entity which orders or uses service and is responsible by law for payment for communication service from the telephone utility.

Customer Provided Equipment - Terminal equipment provided by a customer.

Delinquent Account - An account for which a bill or payment agreement for regulated services or equipment has not been paid in full on or before the last day for timely payment.

Direct Distance Dialing (DDD) - Customer dialing over the nationwide intertoll telephone network of calls to which toll charges are applicable. No operator assistance is required for DDD calls.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400

TELECOMMUNICATIONS SERVICES TARIFF

1.1 Definitions (continued)

Due Date - The last day for payment without unpaid amounts being subject to a late payment charge or additional collection efforts.

Holidays - Carrier's recognized holidays are New Year's Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day and Christmas Day.

Measured Use Service - The provision of long distance measured time communications telephone service to customers who access the carrier's services at its switching and call processing equipment by means of access facilities obtained from another carrier by the customer or otherwise provided at its own expense (the customer is responsible for arranging for the access line).

Message - A completed telephone call by a customer or user.

Premises - The space occupied by an individual customer in a building, in adjoining buildings occupied entirely by that customer, or on contiguous property occupied by the customer separated only by a public thoroughfare, a railroad right of way or a natural barrier.

Rates - Recurring amounts billed to customers for regulated services and/or equipment.

Terminal Equipment - All telephone instruments, including pay telephone equipment, the common equipment of large and small key and PBX systems and other devices and apparatus, and associated wiring, which are intended to be connected electrically, acoustically or inductively to the telecommunication system of the telephone utility.

Underlying Carrier - The telecommunications carrier whose network facilities provides the technical capability and capacity necessary for the transmission and reception of customer telecommunications traffic.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

1.2 Abbreviations:

LATA - Local Access Transport Area

LEC - Local Exchange Carrier

MTS - Message Toll Service

PBX - Private Branch Exchange

SAL - Special Access Line

V&H - Vertical and Horizontal

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of Company

The Company undertakes to provide only those services as are furnished under the terms and subject to the conditions and customer payment of the applicable rates of this tariff for communications originating and terminating within the State. The Company's services are provided on a statewide basis and are not intended to be limited geographically.

Communications originate when the customer accesses network directly or through the facilities of the local service carrier via one or more access lines, equal access or on a dial-up basis. The company may act as the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to the Carrier network. The customer shall be responsible for all charges stated in this tariff.

The Company's services are provided on a monthly basis unless otherwise stated in this tariff, and are available twenty-four (24) hours per day, seven (7) days per week.

2.2 Limitations on Service

2.2.1 Service is offered subject to the provisions of this tariff

2.2.2 Carrier reserves the right to provide services only to and from locations where the necessary facilities or equipment are available

2.2.4 Title to any equipment provided by Carrier under these regulations remains with Carrier. Prior written permission from the company is required before any assignment or transfer. In the event an assignment or transfer is allowed, all regulations and conditions contained in this tariff shall apply to the assignee or transferee.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

2.3 Use of Service

Service may not be used for any unlawful purposes.

The minimum period for service is one month (30 days) unless otherwise noted in the service description.

2.4 Liability of Carrier

The provisions of this section are not intended to restrict or limit a customer's rights under SDCL 49-13-1 and 49-13-1.1. If any provisions of this section conflict with SDCL 49-13-1 or 49-13-1.1, then the applicable South Dakota law shall prevail.

2.4.1 Carrier, at its own expense, will indemnify the customer and hold it harmless in respect to any and all loss, damage, liability or expense asserted against the customer by a third party on account of any property damage or personal injury caused by any negligence or willful misconduct of Carrier or its agents or representatives arising out of performance by Carrier of any testing or other activities on the customer's premises pursuant to this tariff. Carrier's obligations under the immediately preceding sentence shall be subject to the customer's full performance of this tariff and subject further to the customer's duty to take reasonable precautions in the location, construction, maintenance and operation of all activities, facilities and equipment for the protection against hazard or injury and so as to not interfere with the services provided by Carrier.

2.4.2 Carrier shall be indemnified and held harmless by the customer against:

- A. Claims for libel, slander, infringement of copyright or unauthorized use of any trademark, trade name, or service mark arising out of the material, data information, or other content transmitted over the carrier's facilities; and

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

2.4 Liability of Carrier

2.4.2 (continued)

- B. Claims for patent infringement of copyright or unauthorized use of any trademark, trade name, or service mark arising out of the material, data information, or other content transmitted over the carriers facilities, and
- C. All other claims arising out of any act or omission by the customer in connection with any service provided by Carrier

2.5 Interruption of Service

- 2.5.1. Carrier shall make all reasonable efforts to prevent interruptions of service. When interruptions are reported or found by Carrier to occur, Carrier shall reestablish service as quickly as possible.
- 2.5.2. When a customer's service access line is reported to be out of order and remains out of order in excess of two (2) consecutive hours, the company shall, upon request, make appropriate adjustments to the subscriber's account. This rule does not apply if the outage occurs as a result of:
 - (1) A negligent or willful act on the part of the subscriber,
 - (2) A malfunction of subscriber-owned telephone equipment,
 - (3) Disasters or acts of God, or
 - (4) The inability of the company to gain access to the subscriber's premises after Carrier has requested that customer provide access to the premises
 - (5) Carrier's provision of routine maintenance, testing or adjustments.
- 2.5.3. The customer shall be credited for an interruption of two (2) hours or more at the rate of 1/720th of the monthly charge for the service affected for each hour or major fraction thereof that the interruption continues. Credit for an interruption shall commence with the hour of the report or discovery of the interruption and will cease upon restoration of service. Any adjustments not in dispute shall be rendered within two billing periods after the billing period during which the interruption occurred.
- 2.5.4. Customers shall notify Carrier of interruptions in service. Before giving notice of interruption, the customer should ascertain whether the trouble is being caused by any action or omission by or within his control or in any wiring or equipment connected to the Carrier's terminal.

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2.6 Responsibility of the Customer

2.6.1 All customers assume general responsibilities in connection with the provisions and use of services stated in this tariff. All customers are responsible for the following:

- A. The customer is responsible for placing orders for service, paying all charges for service rendered by Carrier and complying with all regulations governing the service. The customer is also responsible for assuring that its users comply with regulations.
- B. When placing an order for service, the customer must provide:
 - 1. The name(s) and address(es) of the person(s) responsible for the payment of service charges.
 - 2. The name(s), telephone number(s), and address(es) of the customer contact person(s).

2.6.2 Maintenance, Testing, and Adjustment

If a customer's service must be interrupted due to maintenance, Carrier shall notify the affected customer, in advance, if possible and will perform the work in such a manner as to minimize inconvenience.

Equipment provided by Carrier shall be made available to Carrier for such tests and adjustments as may be necessary to maintain them in satisfactory condition.

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2.6.3 Deposits and Advance Payments

The Company will not require a deposit or advance payment for service.

2.6.4 Cancellation by Customer

If a customer orders services requiring special equipment and/or facilities dedicated to the customer's use and then cancels his order before the service begins, before a completion of the minimum period mutually agreed upon by the customer and Carrier, a charge will be made to the customer for the non-recoverable portions of expenditures or liabilities incurred expressly on behalf of the customer by Carrier and not fully reimbursed by installation and monthly charges. If, based on such an order, any construction has either begun or been completed, but not such services provided, the non-recoverable cost of such construction shall be borne by the customer.

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2.6.5 Payment of Charges

- A. Service is provided and billed on a monthly (30 day) basis. Charges based on actual usage during a month will be billed monthly in arrears.
- B. Bills are payable upon receipt of invoice. Customers will be charged a late payment penalty in the amount of one and one-half percent (1 1/2%) per month on delinquent amounts and will be responsible for any charges associated with disconnection and reconnection of service. A bill will be considered delinquent after thirty (30) days from rendition of the invoice.
- C. In the event of a dispute concerning a bill, Customer must pay a sum equal to the amount of the undisputed portion of the bill and proceed with complaint procedures set forth in this tariff. If notice of a dispute as to charges is not received in writing within 180 days after a bill has been rendered, the billing will be considered correct and binding.
- D. Customer is responsible for payment of all state and local taxes (i.e. gross receipts tax, sales tax, municipal utilities tax) which shall be listed as separate line items and which are not included in Carrier's quoted rates.
- E. Customers will be charged a fee on all checks issued to Carrier which are returned due to non-sufficient funds.

2.6.6 Application of Charges

The charges for service are those in effect for the period that service is furnished.

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2.6.7 Customer Complaint Procedure

Carrier will resolve any disputes brought to its attention as promptly and effectively as possible.

Customer inquiries, complaints or notices may be made in writing to the Company at the address stated in this tariff or via the Customer Services toll free number: 1-800-366-3885.

Any unresolved disputes may be directed to the attention of the South Dakota Public Utilities Commission at

500 East Capitol Avenue
Pierre, South Dakota 57501-5070
(605) 773-3201 or
1-800-332-1782
1-800-877-1113 (TTY through Relay South Dakota)

In the event of a dispute concerning an invoice, the customer must pay a sum equal to the amount of the undisputed portion of the bill. Service shall not be discontinued for nonpayment of the disputed portion of the bill for 10 days after rendition of the disputed bill.

2.7.1 Credit Upon Cancellation

Where Carrier cancels a service and the final service period is less than the monthly billing period, a credit will be issued for any amounts paid in advance, prorated at 1/30th of the monthly recurring charge for each day the service was not rendered. This credit will be issued to the customer or applied against the balance remaining on the customer's account.

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TELECOMMUNICATIONS SERVICES TARIFF

272 Disconnection of Service by Carrier

- A Five (5) days prior notice of pending disconnection shall be rendered to customers setting forth the reason(s) for the notice and the final date by which the account is to be settled or specific action taken. Such notice shall be forwarded to the customer via U.S. mail and will be considered rendered when delivered to the last known address of the responsible party.
- B Transmission service will be refused or disconnected, after notice as set forth below, for any of the following reasons:
- 1 Without notice in the event of a condition on the customer's premises determined by the Carrier to be hazardous.
 - 2 Without notice in the event of customer's use in a manner which may adversely affect the Carrier's equipment or service to others.
 - 3 Without notice in the event of tampering with equipment furnished and owned by the Carrier.
 - 4 Without notice in the event of unauthorized use.
 - 5 After five (5) days written notice, for violation of or noncompliance with the Carrier's rules on file with the Commission, the requirements of municipal ordinances or laws pertaining to the services.
 - 6 After five (5) days written notice for failure of the customer to permit Carrier reasonable access to its equipment.
 - 7 Upon five (5) days prior written notice for nonpayment of any regulated rates due to Carrier.

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TELECOMMUNICATIONS SERVICES TARIFF

2.7.2 Disconnection of Service by Carrier (continued)

- 8 After five (5) days written notice, for failure of the customer or prospective customer to furnish any service equipment, permits, certificates or rights of way specified by Carrier to be furnished as a condition for obtaining service, or for the withdrawal of that same equipment or the termination of those permissions or rights, or for the failure of the customer or prospective customer to fulfill the contractual obligations imposed upon the customer as conditions of obtaining service.

2.7.3 Fractional Credits for Monthly Billed Services

Credits for a fractional part of a month are calculated by counting the number of days remaining in the billing period after service was discontinued. The number of days remaining in the billing period is divided by thirty and the resultant fraction is then multiplied by the monthly charge to arrive at the credit amount.

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TELECOMMUNICATIONS SERVICES TARIFF

SECTION 3 - DESCRIPTION OF SERVICE AND RATES

3.1 Timing of Calls

The customer's monthly usage charges for Carrier service are based upon the total number of minutes the customer uses and service options subscribed to. Chargeable time begins when the connection is established between the calling station and the called station or PBX. Chargeable time ends when either party "hangs up."

3.2 Service Period

For billing purposes, the start of service is the first day on which service is available for use by the customer. The end of service date is the last day or any portion of the last day for which service was provided by Carrier.

3.3 Interconnection

Service furnished by Carrier may be interconnected with services or facilities of other authorized communications common carriers and with private systems, subject to the technical limitations established by Carrier. Service furnished by Carrier is not part of a joint undertaking with such other carriers. Any special interface equipment shall be provided at the customer's expense.

Interconnection with the facilities or services of other carriers shall be under the applicable terms and conditions of this tariff. The customer is responsible for taking all necessary legal steps for interconnecting his customer-provided terminal equipment or communications systems with Carrier's. The customer shall secure all licenses, permits, right-of-ways, and other arrangements necessary for such interconnection.

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TELECOMMUNICATIONS SERVICES TARIFF

3.4 Terminal Equipment

3.4.1 Carrier's service may be used with or terminated in customer provided terminal equipment or customer provided communication systems, such as teleprinters, handsets, or data sets. Such terminal equipment shall be furnished and maintained at the expense of the customer. The customer is responsible for all costs at his premises, including customer personnel, wiring, electrical power, and the like incurred in his use of Carrier's service.

3.4.2 When terminal equipment is used, the equipment shall not interfere with service furnished to other customers. Additional protective equipment, if needed, shall be employed at the customer's expense.

3.5 Calculation of Distance

Usage charges for any mileage sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The company uses the rate centers and associated vertical and horizontal coordinates generally used within the industry.

Formula:
$$\frac{\sqrt{(V1 - V2)^2 + (H1 - H2)^2}}{10}$$

3.6 Minimum Call Completion Rate

The customer can expect a call completion rate of 99% of calls attempted during peak use periods for Feature Group D (1+) services

3.7 Promotional Offerings

The Company may, from time to time, make promotional offerings to enhance marketing of services. These promotional offerings will be subject to Commission approval prior to implementation.

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TELECOMMUNICATIONS SERVICES TARIFF

3.8 Services Offerings

The company will provide the following services:

3.8.1 Message Toll Service (MTS)

"1+" Dialing is achieved by customer's telephone lines being programmed by the local telephone company (LEC) to automatically route 1+ calls to the Company's network.

3.8.2 Inbound Service (800/888)

Inbound Service is virtual banded inbound toll service which permits calls to be completed at the subscriber's location without charge to the calling party. Access to the service is gained by dialing a ten digit telephone number which terminates at the customer's location. Inbound services originate via normal shared use facilities and are terminated via the customers' local exchange service access line.

Carrier will accept a prospective inbound service customer's request for up to ten (10) telephone numbers and will reserve such number(s) on a first come first serve basis. All requests for number reservations must be made in writing, dated and signed by a responsible representative of the customer. Carrier does not guarantee the availability of number(s) until assigned. The telephone number(s) so requested, if found to be available, will be reserved for and furnished to the eligible customer.

If a customer who has received an 800/888 number does not subscribe to the Company's inbound service within 90 days, the Company reserves the right to make the assigned number available for use by another customer.

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TELECOMMUNICATIONS SERVICES TARIFF

3.8.3 Travel Card Service

Allows subscribers to place calls by gaining access to the network via a toll free number and personal identification number (PIN) issued by the Company.

3.8.4 Directory Assistance

Directory Assistance will be provided by the Carrier at the per call charge as set forth in Section 4 of this tariff.

3.8.5 Operator Services

The Company does not provide operator services. Operator assisted calls are defaulted to and billed directly by the underlying carrier.

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TELECOMMUNICATIONS SERVICES TARIFF

SECTION 4 - RATES AND CHARGES

4.1. Usage Charges and Billing Increments

4.1.1 Usage Charges

Usage charges are generally flat rated. However, if any usage charges are determined by the time of day rate periods and minutes of use within each rate period, the rate period is determined by the time and day of call origination at the customer's location.

4.1.2 Billing Increments

Usage is billed in accordance with the billing increments set forth in the individual product rate sections of this tariff. All partial usage will be rounded up to the next highest applicable billing increment.

4.1.3 Rounding

All calls are rounded to the next highest billing interval. Any partial cents per call will be rounded up to the next highest whole cent.

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TELECOMMUNICATIONS SERVICES TARIFF

4.2 Switched Rate Plan AP1-AP8 (Residential and Commercial)

Outbound and Inbound Service.

Per minute charges: \$0.169 (24 hours per day)

Monthly Minimum: \$15.00

Monthly 800 toll free charge: \$2.00 per month

Offers special rates to and/or from Hawaii, Canada, Alaska, Puerto Rico and US Virgin Islands

4.3 Switched Rate Plan TLAP1-AP8 (Residential and Commercial)

Outbound and Inbound Service.

Per minute charges: \$0.169 (24 hours per day)

Monthly Minimum: \$15.00

Monthly 800 toll free charge: \$2.00 per month

Offers special rates to and/or from Hawaii, Canada, Alaska, Puerto Rico and US Virgin Islands, and other international destinations.

4.4 Directory Assistance

Directory assistance will be provided at a charge of \$0.85 per call.

4.5 Late Payment Penalty

Customers will be charged 1.5% of any amounts owed to the Company beyond the due date as set forth within this tariff.

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4.6 Dishonored Check Charge

All customers issuing dishonored check(s) will be charged a fee of \$20.00 per check.

4.7 Promotional Offerings

The Company may, from time to time, make promotional offerings to enhance marketing of services. These promotional offerings will be subject to Commission approval prior to implementation.

4.8 Pay Telephone (Payphone) Surcharge

A surcharge shall be assessed for each call made from a pay telephone to an 800 number or using a travel card and dialing the carrier prefix in the form 101XXXX. Although collected on the customer's bill, this charge is reimbursed to pay telephone service provider.

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TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates

4.9.1 Rate Plan 6005 (Residential Customers)

4.9.1.1 Interstate rates

\$0.05: Weeknights between 7pm and 7am and all weekend long

\$0.15: Monday through Friday between 7am and 7pm

There is a \$5.95 monthly fee for this plan.

4.9.1.2 Interstate/IntraLATA rates

	<u>Intra</u>	<u>LATA</u>		<u>Intra</u>	<u>LATA</u>		<u>Intra</u>	<u>LATA</u>
AL	0.100	0.10	LA	0.10	0.10	NY	0.12	0.12
AR	0.12	0.12	MA	0.10	0.10	OH	0.10	0.10
AZ	0.15	0.15	MD	0.10	0.10	OK	0.10	0.10
CA	0.07	0.07	ME	0.17	0.17	OR	0.12	0.12
CO	0.15	0.15	MI	0.10	0.10	PA	0.12	0.09
CT	0.10	0.10	MN	0.15	0.15	RI	0.12	0.12
DE	0.10	0.10	MO	0.15	0.15	SC	0.12	0.12
FL	0.12	0.12	MS	0.10	0.10	SD	0.12	0.12
GA	0.12	0.12	MT	0.12	0.12	TN	0.12	0.12
HI	0.21	0.21	NC	0.15	0.15	TX	0.17	0.17
IA	0.15	0.15	ND	0.17	0.17	UT	0.12	0.12
ID	0.17	0.17	NH	0.17	0.17	VA	0.12	0.12
IL	0.07	0.07	NI	0.12	0.12	VT	0.13	0.13
IN	0.10	0.10	NJ	0.10	0.10	WA	0.13	0.13
KS	0.15	0.15	NM	0.17	0.17	WI	0.10	0.10
KY	0.10	0.10	NV	0.10	0.10	WV	0.12	0.12
						WY	0.15	0.15

4.9.1.3 Calling Card Rates**

Domestic \$0.35 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

**Special International Rates are associated with this plan.

4.9.1.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$5.00 monthly fee.

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TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont.)

4.9.2 Rate Plan 6103 (Residential Customers)

4.9.2.1 Interstate rates

This plan offers a flat 9.9 cents per minute on all out of state domestic calls made 24 hours a day, 7 days a week. This plan has a \$3.00 minimum usage requirement. A line item fee will be applied to bring the total to \$3.00 if not met.

4.9.2.2 Intrastate/IntraLATA rates

	<u>Intra</u>	<u>LATA</u>		<u>Intra</u>	<u>LATA</u>		<u>Intra</u>	<u>LATA</u>
AL	0.10	0.10	LA	0.10	0.10	NY	0.12	0.12
AR	0.12	0.12	MA	0.10	0.10	OH	0.10	0.10
AZ	0.15	0.15	MD	0.10	0.10	OK	0.10	0.10
CA	0.07	0.07	ME	0.17	0.17	OR	0.12	0.12
CO	0.15	0.15	MI	0.10	0.10	PA	0.12	0.12
CT	0.10	0.10	MN	0.15	0.15	RI	0.12	0.12
DE	0.10	0.10	MO	0.15	0.15	SC	0.12	0.12
FL	0.12	0.12	MS	0.10	0.10	SD	0.12	0.12
GA	0.12	0.12	MT	0.12	0.12	TN	0.12	0.12
HI	0.21	0.21	NC	0.15	0.15	TX	0.17	0.17
IA	0.15	0.15	ND	0.17	0.17	UT	0.12	0.12
ID	0.17	0.17	NE	0.17	0.17	VA	0.12	0.12
IL	0.07	0.07	NH	0.12	0.12	VT	0.15	0.15
IN	0.10	0.10	NJ	0.10	0.10	WA	0.15	0.15
KS	0.15	0.15	NM	0.17	0.17	WI	0.10	0.10
KY	0.10	0.10	NV	0.10	0.10	WV	0.12	0.12
						WY	0.15	0.15

4.9.2.3 Calling Card Rates**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply to all calls made from a payphone.

** Special International rates are associated with this plan.

4.9.2.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$5.00 monthly fee.

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Network US, Inc.
CA Affinity

SD P U C Tariff No. 1
Original Sheet No. 27

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TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.3 Rate Plan 9002

4.9.3.1 Interstate rates

This plan offers a flat \$.9 cents per minute on out of state domestic* calls made 24 hours a day, 7 days a week. The plan has a \$15.00 minimum usage requirement. A line item fee will be applied to bring the total to \$15.00 if not met.

4.9.3.2 Intrastate/IntraLATA rates

	<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>
AI	0.050	0.065	LA	0.050	0.050	NY	0.050	0.065
AK	0.050	0.170	MA	0.050	0.050	RI	0.050	0.050
AZ	0.050	0.150	MD	0.050	0.050	OK	0.050	0.050
CA	0.050	0.050	ME	0.050	0.050	OR	0.050	0.050
CO	0.050	0.110	MI	0.050	0.050	PA	0.050	0.050
CT	0.050	0.050	MN	0.050	0.050	SD	0.050	0.050
DE	0.050	0.050	MO	0.050	0.150	SC	0.050	0.050
FL	0.050	0.050	MS	0.050	0.050	SI	0.050	0.050
GA	0.050	0.050	MT	0.050	0.050	TN	0.050	0.050
HI	0.050	0.050	NE	0.050	0.125	TX	0.050	0.050
IA	0.050	0.050	ND	0.050	0.050	UT	0.050	0.050
ID	0.050	0.120	NH	0.050	0.050	VA	0.050	0.050
IL	0.050	0.050	NJ	0.050	0.050	WI	0.050	0.050
IN	0.050	0.050	NM	0.050	0.050	WV	0.050	0.050
KS	0.050	0.050	NY	0.050	0.050	WY	0.050	0.050
KY	0.050	0.050						

4.9.3.3 Calling Card Rates**

Domestic \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

**Special International Rates are associated with this plan.

4.9.3.4 800/XXX/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$2.00 monthly fee.

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TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.4 Rate Plan 9008

4.9.4.1 Interstate rates

This plan offers a flat 5.9 cents per minute on out of state domestic* calls made 24 hours a day, 7 days a week. The plan has a \$15.00 minimum usage requirement. A line item fee will be applied to bring the total to \$15.00 if not met.

4.9.4.2 Intrastate/IntraLATA rates

	<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>
AL	0.059	0.065	LA	0.059	0.059	NY	0.059	0.085
AR	0.059	0.139	MA	0.059	0.089	OH	0.059	0.059
AZ	0.059	0.155	MD	0.059	0.079	OK	0.059	0.065
CA	0.059	0.053	ME	0.059	0.099	OR	0.059	0.109
CO	0.059	0.149	MI	0.059	0.059	PA	0.059	0.109
CT	0.059	0.059	MN	0.059	0.129	RI	0.059	0.109
DE	0.059	0.099	MO	0.059	0.139	SC	0.059	0.135
FL	0.059	0.057	MS	0.059	0.099	SD	0.059	0.109
GA	0.059	0.099	MT	0.059	0.099	TN	0.059	0.079
HI	0.059	0.059	NC	0.059	0.115	TX	0.059	0.119
IA	0.059	0.085	ND	0.059	0.189	UT	0.059	0.095
ID	0.059	0.153	NE	0.059	0.209	VA	0.059	0.135
IL	0.059	0.055	NH	0.059	0.115	VT	0.059	0.179
IN	0.059	0.059	NJ	0.059	0.109	WA	0.059	0.105
KS	0.059	0.099	NM	0.059	0.199	WI	0.059	0.059
KY	0.059	0.085	NV	0.059	0.079	WY	0.059	0.145
						WY	0.059	0.145

4.9.4.3 Calling Card Rate**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

** Special International rates are associated with this plan.

4.9.4.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$2.00 monthly fee.

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TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.5 Rate Plan 9015

4.9.5.1 Interstate rates

This plan offers a flat 4.9 cents per minute on out of state domestic* calls made 24 hours a day, 7 days a week. The plan has a \$15.00 minimum usage requirement. A line item fee will be applied to bring the total to \$15.00 if not met.

4.9.5.2 Intrastate/IntraLATA rates

	<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>
AL	0.049	0.079	LA	0.049	0.059	NY	0.049	0.085
AR	0.049	0.129	MA	0.049	0.089	OH	0.049	0.059
AZ	0.049	N/A	MD	0.049	0.079	OK	0.049	0.065
CA	0.049	0.045	ME	0.049	0.099	OR	0.049	0.109
CO	0.049	N/A	MI	0.049	0.059	PA	0.049	0.104
CT	0.049	0.059	MN	0.049	0.129	RI	0.049	0.149
DE	0.049	0.099	MO	0.049	0.139	SC	0.049	0.155
FL	0.049	0.057	MS	0.049	0.069	SD	0.049	0.169
GA	0.049	0.099	MT	0.049	0.099	TN	0.049	0.079
HI	0.049	0.059	NC	0.049	0.125	TX	0.049	0.159
IA	0.049	0.085	ND	0.049	0.189	UT	0.049	0.095
ID	0.049	0.155	NE	0.049	0.209	VA	0.049	0.135
IL	0.049	0.055	NH	0.049	0.115	VT	0.049	0.179
IN	0.049	0.059	NJ	0.049	0.109	WA	0.049	0.105
KS	0.049	0.099	NM	0.049	0.199	WI	0.049	0.059
KY	0.049	0.085	NV	0.049	0.079	WV	0.049	0.145
						WY	0.049	0.165

4.9.5.3 Calling Card Rates**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

**Special International rates are associated with this plan.

4.9.5.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$2.00 monthly fee.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.6 Rate Plan 6025

4.9.6.1 Interstate rates

This plan offers a flat \$0.10 a minute on all out of state domestic calls made between 7pm and 7am Monday through Friday and all weekend long. During peak hours (7am to 7pm Monday through Friday) the rate is \$0.25 a minute.

4.9.6.2 Intrastate/IntraLATA rates

	<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>
AL	0.12	0.12	LA	0.12	0.12	NY	0.12	0.12
AR	0.12	0.12	MA	0.12	0.05	OH	0.12	0.12
AZ	0.12	0.12	MD	0.12	0.10	OK	0.12	0.12
CA	0.07	0.07	ME	0.12	0.12	OR	0.12	0.12
CO	0.12	0.12	MI	0.12	0.10	PA	0.12	0.10
CT	0.12	0.12	MN	0.12	0.12	RI	0.12	0.12
DE	0.17	0.12	MO	0.12	0.12	SC	0.12	0.12
FL	0.12	0.10	MS	0.12	0.12	SD	0.12	0.12
GA	0.12	0.12	MT	0.12	0.12	TN	0.12	0.12
HI	0.12	0.12	NC	0.12	0.12	TX	0.17	0.17
IA	0.12	0.12	ND	0.12	0.12	UT	0.12	0.12
ID	0.12	0.12	NH	0.12	0.12	VA	0.12	0.12
IL	0.12	0.04	NJ	0.12	0.12	VT	0.12	0.12
IN	0.12	0.10	NY	0.12	0.08	WA	0.12	0.12
KS	0.12	0.12	NM	0.12	0.12	WI	0.12	0.12
KY	0.12	0.12	NV	0.12	0.12	WV	0.12	0.12
						WY	0.12	0.12

4.9.6.3 Calling Card Rates**

Domestic: \$0.30 a minute anytime with \$0.30 surcharge for all domestic calls. FCC mandates that an additional \$0.30 surcharge apply on all calls made from a payphone.

**Special International Rates are associated with this plan.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.7 Rate Plan 6495

4.9.7.1 Interstate rates

This plan offers a flat 10 cents a minute on all out of state domestic calls. There is a \$50.00 minimum usage requirement for this plan. If usage does not meet or exceed \$50.00, a fee will be added to bring the amount to \$50.00.

4.9.7.2 Intrastate/IntraLATA rates

	<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>
AL	0.10	0.10	LA	0.10	0.10	NY	0.12	0.12
AR	0.12	0.12	MA	0.10	0.10	OH	0.10	0.10
AZ	0.15	0.15	MD	0.10	0.10	OK	0.10	0.10
CA	0.07	0.07	ME	0.17	0.17	OR	0.10	0.10
CO	0.15	0.15	MI	0.10	0.10	PA	0.12	0.12
CT	0.10	0.10	MN	0.15	0.15	RI	0.12	0.12
DE	0.10	0.10	MO	0.15	0.15	SC	0.12	0.12
FL	0.12	0.12	MS	0.10	0.10	SD	0.12	0.12
GA	0.12	0.12	MT	0.12	0.12	TN	0.12	0.12
HI	0.21	0.21	NC	0.15	0.15	TX	0.17	0.17
IA	0.15	0.15	ND	0.17	0.17	UT	0.10	0.10
ID	0.17	0.17	NE	0.17	0.17	VA	0.12	0.12
IL	0.07	0.07	NH	0.12	0.12	VT	0.15	0.15
IN	0.10	0.10	NJ	0.10	0.10	WA	0.15	0.15
KS	0.15	0.15	NM	0.17	0.17	WI	0.10	0.10
KY	0.10	0.10	NV	0.10	0.10	WV	0.12	0.12
						WY	0.15	0.15

4.9.7.3 Calling Card Rates**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

**Special International rates are associated with this plan.

4.9.7.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$3.00 monthly fee.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.8 Rate Plan 6195

4.9.8.1 Interstate rates

This plan offers a flat 9.5 cents per minute on all out of state domestic calls made 24 hours a day, 7 days a week.

4.9.8.2 Intrastate/IntraLATA rates

	<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>
AL	0 10	0 10	LA	0 10	0 10	NY	0 10	0 10
AR	0 10	0 10	MA	0 10	0 10	OH	0 10	0 10
AZ	0 14	0 14	MD	0 10	0 10	OK	0 10	0 10
CA	0 10	0 10	ME	0 17	0 17	OR	0 10	0 10
CO	0 14	0 14	MI	0 10	0 10	PA	0 10	0 10
CT	0 10	0 10	MN	0 14	0 14	RI	0 10	0 10
DE	0 10	0 10	MO	0 14	0 14	SC	0 10	0 10
FL	0 10	0 10	MS	0 10	0 10	SD	0 10	0 10
GA	0 10	0 10	MT	0 10	0 10	TN	0 10	0 10
HI	0 21	0 21	NC	0 14	0 14	TX	0 17	0 17
IA	0 14	0 14	ND	0 17	0 17	UT	0 10	0 10
ID	0 17	0 17	NE	0 17	0 17	VA	0 10	0 10
IL	0 10	0 10	NH	0 10	0 10	VT	0 14	0 14
IN	0 10	0 10	NJ	0 10	0 10	WA	0 14	0 14
KS	0 14	0 14	NM	0 17	0 17	WI	0 10	0 10
KY	0 10	0 10	NV	0 10	0 10	WV	0 10	0 10
						WY	0 14	0 14

4.9.8.3 Calling Card Rates**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

4.9.8.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$5.00 monthly fee.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.9 Rate Plan 6612

4.9.9.1 Interstate rates

This plan offers a flat \$0.12 a minute on all out of state domestic calls.

4.9.9.2 Intrastate/IntraLATA rates

	<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>
AL	0.12	0.12	LA	0.12	0.12	NY	0.12	0.10
AR	0.12	0.12	MA	0.12	0.05	OH	0.12	0.12
AZ	0.12	0.12	MD	0.12	0.10	OK	0.12	0.12
CA	0.07	0.07	ME	0.12	0.12	OR	0.12	0.12
CO	0.12	0.12	MI	0.12	0.10	PA	0.12	0.10
CT	0.12	0.12	MN	0.12	0.12	RI	0.12	0.12
DE	0.17	0.12	MO	0.12	0.12	SC	0.12	0.12
FL	0.12	0.10	MS	0.12	0.12	SD	0.12	0.12
GA	0.12	0.12	MT	0.12	0.12	TN	0.12	0.12
HI	0.12	0.12	NC	0.12	0.12	TX	0.17	0.17
IA	0.12	0.12	ND	0.12	0.12	UT	0.12	0.12
ID	0.12	0.12	NE	0.12	0.12	VA	0.12	0.12
IL	0.12	0.04	NH	0.12	0.12	VT	0.12	0.12
IN	0.12	0.10	NJ	0.12	0.08	WA	0.12	0.12
KS	0.12	0.12	NM	0.12	0.12	WI	0.12	0.12
KY	0.12	0.12	NV	0.12	0.12	WV	0.12	0.12
						WY	0.12	0.12

4.9.9.3 Travel Card Rates**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.30 surcharge apply on all calls made from a payphone.

**Special International Rates are associated with this plan.

4.9.9.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$5.00 monthly fee.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.10 Rate Plan 6109

4.9.10.1 Interstate rates

This plan offers a flat 10.9 cents a minute on all out of state domestic calls.

4.9.10.2 Intrastate/IntraLATA rates

	<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>		<u>Inter</u>	<u>Intra</u>
AL	0.10	0.10	LA	0.10	0.10	NY	0.12	0.12
AR	0.12	0.12	MA	0.10	0.10	OH	0.10	0.10
AZ	0.15	0.15	MD	0.10	0.10	OK	0.10	0.10
CA	0.07	0.07	ME	0.17	0.17	OR	0.10	0.10
CO	0.15	0.15	MI	0.10	0.10	PA	0.12	0.12
CT	0.10	0.10	MN	0.15	0.15	RI	0.12	0.12
DE	0.10	0.10	MO	0.15	0.15	SC	0.12	0.12
FL	0.12	0.12	MS	0.10	0.10	SD	0.12	0.12
GA	0.12	0.12	MT	0.12	0.12	TN	0.12	0.12
HI	0.21	0.21	NC	0.15	0.15	TX	0.17	0.17
IA	0.15	0.15	ND	0.17	0.17	UT	0.10	0.10
ID	0.17	0.17	NE	0.17	0.17	VA	0.12	0.12
IL	0.07	0.07	NH	0.12	0.12	VT	0.15	0.15
IN	0.10	0.10	NJ	0.10	0.10	WA	0.15	0.15
KS	0.15	0.15	NM	0.17	0.17	WI	0.10	0.10
KY	0.10	0.10	NV	0.10	0.10	WV	0.12	0.12
						WY	0.15	0.15

4.9.10.3 Calling Card Rates**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

4.9.10.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$5.00 monthly fee.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.11 Rate Plan 6105

4.9.11.1 Interstate Rate

10.5 cents a minute everyday on all out of state calls Billed incrementally

4.9.11.2 Intrastate Rate

10.5 cents per minute on all intrastate and intral-ATA calls Offered only in the following states

Alabama	Illinois	Michigan	Oklahoma
Arkansas	Indiana	Mississippi	Oregon
California	Kentucky	Nevada	Rhode Island
Connecticut	Louisiana	New Jersey	Utah
Delaware	Massachusetts	New York	Wisconsin
Georgia	Maryland	Ohio	

There is a \$50.00 minimum usage requirement for this plan. If usage does not meet \$50.00, a fee will be added to bring the total to \$50.00.

4.9.11.3 Calling Card Rates**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

**Special International Rates are associated with this plan.

4.9.11.4 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$5.00 monthly fee.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc.
20875 Crossroads Circle, Suite 400
Waukesha, Wisconsin 53186

TELECOMMUNICATIONS SERVICES TARIFF

4.9 Dial One Outbound Rates (cont)

4.9.12 Rate Plan 6611

4.9.12.1 Interstate Rate

Alabama	Illinois	Michigan	Oklahoma
Arkansas	Indiana	Mississippi	Oregon
California	Kentucky	Nevada	Rhode Island
Connecticut	Louisiana	New Jersey	Utah
Delaware	Massachusetts	New York	Wisconsin
Georgia	Maryland	Ohio	

4.9.12.2 Calling Card Rates**

Domestic: \$0.25 a minute anytime with no surcharge for all domestic calls. FCC mandates that an additional \$0.25 surcharge apply on all calls made from a payphone.

** Special International Rates apply to this plan.

4.9.12.3 800/888/877 Inbound Rates

These rates are the same as Dial One Outbound Rates with an additional \$3.00 monthly fee.

ISSUED:

EFFECTIVE:

ISSUED BY: Ann Shah, Regulatory Contact
Network US, Inc
20875 Crossroads Circle, Suite 400
Waukegan, Wisconsin 53186

EXHIBIT D

FINANCIAL STATEMENTS

Network US, Inc.
Balance Sheet
As of March 31, 2001

	Jan 31, '01	Feb 28, '01	Mar 31, '01
ASSETS			
Current Assets			
Checking/Savings			
1100 - Cash	1,153.76	1,143.77	101,029.00
Total Checking/Savings	1,153.76	1,143.77	101,029.00
Accounts Receivable			
1600 - Trade Accounts Receivable - Net	26,552.70	121,706.97	126,478.56
Total Accounts Receivable	26,552.70	121,706.97	126,478.56
Other Current Assets			
1210 - Due to/from CAI	1,044.85	0.00	18,211.61
1400 - Security Deposits	40,898.00	40,898.00	41,000.00
Total Other Current Assets	41,942.85	40,898.00	59,211.61
Total Current Assets	70,649.31	163,748.74	486,719.16
TOTAL ASSETS	70,649.31	163,748.74	486,719.16
LIABILITIES & EQUITY			
Liabilities			
Current Liabilities			
Accounts Payable			
2000 - Accounts Payable	200,000.00	200,000.00	200,000.00
Total Accounts Payable	200,000.00	200,000.00	200,000.00
Total Current Liabilities	200,000.00	200,000.00	200,000.00
Total Liabilities	200,000.00	200,000.00	200,000.00
Equity			
3010 - Opening Bal Equity	70,649.31	70,649.31	70,649.31
3300 - Retained Earnings	0.00	0.00	0.00
Net Income	0.00	0.00	0.00
Total Equity	70,649.31	70,649.31	70,649.31
TOTAL LIABILITIES & EQUITY	70,649.31	70,649.31	70,649.31

04/27/01

Network US, Inc.
Profit and Loss
January 31 through March 31, 2001

	Jan 31, '01	Feb '01	Mar '01	TOTAL
Ordinary Income/Expense				
Income				
4000 - Revenue/Sales				
4010 - Usage-Qwest - Wholesale	130,561.57	196,056.27	303,789.58	629,357.82
4020 - CAA Management Fees	3,916.85	5,581.68	9,112.08	18,911.61
Total 4000 - Revenue/Sales	134,478.42	201,637.95	312,901.66	649,018.03
Total Income	134,478.42	201,637.95	312,901.66	649,018.03
Cost of Goods Sold				
5000 - Carrier Costs - COGS				
5000 - Carrier Costs - COGS - Other	130,561.57	196,056.27	303,789.58	629,357.82
Total 5000 - Carrier Costs - COGS	130,561.57	196,056.27	303,789.58	629,357.82
Total COGS	130,561.57	196,056.27	303,789.58	629,357.82
Gross Profit	3,916.85	5,581.68	9,112.08	18,911.61
Expense				
6110 - Bank Service Charges	40.44	39.90	64.77	145.20
6575 - Annual Report Filing	0.00	0.00	50.00	50.00
Total Expense	40.44	39.90	114.77	195.20
Net Ordinary Income	3,876.41	5,041.69	8,997.31	16,715.41
Net Income	3,876.41	5,041.69	8,997.31	16,715.41

EXHIBIT E

LIST OF 20% OR GREATER SHAREHOLDERS

Name and Address

Percentage Ownership

Brian Sledz
President/Director
20875 Crossroads Circle
Suite 400
Waukesha, WI 53186

50%

Timothy Sledz
Secretary/Director
20875 Crossroads Circle
Suite 400
Waukesha, WI 53186

50%

EXHIBIT F

INITIAL DATA REQUESTS

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.1. Has the company received a certificate of authority to do business in South Dakota from the Secretary of State? If so, please provide a copy. If not, has the company made application to the Secretary of State for authority?
- A.1. The Company's certificate of authority to do business in South Dakota is attached to its application as **Exhibit A**.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.2. Has the company retained a registered agent for service of process in the State of South Dakota? If so, provide the name, address, and telephone number of the registered agent. If not, is the company in the process of retaining a registered agent?
- A.2. The Company has retained as its registered agent within the State of South Dakota, National Registered Agents, Inc., 300 South Phillips Avenue, Suite 300, Sioux Falls, SD 57102.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.3. List the states in which the company is presently doing intrastate business. Also provide the date service was started in each state.

A.3.	<u>State</u>	<u>Date</u>
	Colorado	Initiating operations
	Iowa	Initiating operations
	Indiana	Initiating operations
	Kentucky	Initiating operations
	Michigan	4/1/00
	Oregon	Initiating operations
	Texas	Initiating operations
	Wisconsin	Initiating

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.4. List the states in which the company is registered or certified to do business by the respective state public utility commission.
- A.4. The company has registered with or obtained certification from the following public utility commission(s) or comparable agencies:

<u>State</u>	<u>Date</u>
Colorado	Registered 3/30/01
Iowa	Registered 3/30/01
Indiana	Certified 4/2/01
Kentucky	Certified 4/29/01
Michigan	Registered 3/15/00
Oregon	Certified 5/4/01
Texas	Registered 3/30/01
Wisconsin	Certified 4/17/01

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.5. Does the company have any registrations or certifications pending before other state public utility commissions? If yes, list the states

A.5. The company has certifications or registrations pending in the following states:

Arkansas
Connecticut
Florida
Idaho
Kansas
Massachusetts
Maine
Minnesota
New York

Pennsylvania
Vermont
Wyoming
West Virginia

The Company is in the process of applying for authority/certification in the remaining mainland states.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.6. Has the company been denied registration or certification by public utility commissions in any state? If so, provide the state, docket number, date of denial and reason for denial

A.6. No.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.7. What are the reasons for the company seeking authority to conduct business in South Dakota?
- A.7. The Company intends to provide services on a nationwide basis.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.8. Is this registration part of a nationwide or regionwide application process before public utility commissions? If yes, state why South Dakota is included
- A.8. Yes. The Company does intend to provide service in all of the contiguous United States. South Dakota is included since many customers from other states will also have needs within the state of South Dakota.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.9. When does the company intend to provide intrastate service to South Dakota subscribers?
- A.9. The company intends to begin providing service in South Dakota as soon as is practical after its certification.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.10. If the company is providing intrastate service in South Dakota, when was it started?
- A.10. The company has not and is not currently providing intrastate service in South Dakota.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.11. How does the company handle customer billings?

A.11. The Company's customers are billed directly on a monthly basis

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.12. How does the company handle customer service matters?

A.12. The Company has Customer Service personnel available via a toll free number which is set forth on all bills.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.13. Does the company have a toll-free telephone number for customer service? If so, what is it and is it included in the company's tariffs.

A.13. 1-800-366-3885. This toll free number is set forth in the Company's tariff

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.14. Where is the customer service department located?

A.14. The Company's customer service department is located in Wisconsin.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.15. How many customer service personnel are available to answer customer concerns?

A.15. The Company currently has approximately 4 customer service personnel

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

Q.16. Does the company contract with other companies for customer services? If yes, provide their name, address and telephone number.

A.16. No.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.17. Does the company own any telecommunications facilities? If so, where and what.

A.17. No. The company does not own any telecommunications facilities.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

Q.18. Does the company have in-house service technicians to maintain the facilities? If not, who does the service?

A.18. No. The company does not have any facilities and, therefore, does not have any in-house service technicians.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

Q.19. What types of intrastate telecommunication services will the company provide in South Dakota?

A.19. The company will provide resold MTS, Inbound 800/888 service, and Travel Card service.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

-
- Q.20.** If the above services are resold services of another carrier, identify the carrier and the type of services purchased from that carrier.
- A.20.** The Company resells the services of WorldCom and/or other certificated carriers.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

Q.21. How does the company intend to market its services in South Dakota?

A.21. The company will market its services using telemarketing to potential customers stated on lead list.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

Q.22. How will potential customers be contacted?

A.22. Potential customers will be contacted via telephone.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

- Q.23. Will independent contractors and/or company sales people be selling the company services in South Dakota?
- A.23. The Company may use company sales personnel and independent sales agents in South Dakota, but has no agents at this time.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

Q.24. If independent contractors are used, how does the company recruit such individuals?

A.24. The Company will recruit agents which are experienced in telecommunications sales.

**State of South Dakota
Public Utilities Commission**

INITIAL STAFF DATA REQUEST

**REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity**

Q.25. Describe the training method undertaken by the company for independent contractors and company sale persons. Provide any materials used in the training process.

A.25. The Company would use only experienced telecommunications agents.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.26. If sales are made through independent contractors, is there a written contract or agreement between the company and the independent contractor? If so, please provide a copy of the agreement.
- A.26. The Company has no agents at this time.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.27. How are the sales individuals compensated, i.e. commission, salary, etc. ?

A.27. Sales individuals are paid a salary with some commissions

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.28. Does the company engage in any multi-level marketing? If yes, provide a detailed explanation of the marketing procedure.

A.28. No.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.29. Does the company have a target market?

A.29. The company markets its services to both residential and business customers.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.30. Does the company market through nonprofit corporations or organizations? If so, please explain the methods used. How is the organization compensated? What types of organizations does the company or its agents solicit for assistance in sales?

A.30. No.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.31. Provide copies of any company brochures used to assist in the sale of services.

A.31. No brochures are available

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.32. Please indicate whether the company will provide intraLATA and/or interLATA services
- A.32. The company will provide both interLATA and intraLATA services to the extent authorized by the Commission

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

Q.33. Does the company have a volume discount plan? If so, does it combine intrastate and interstate usage?

A.33. No.

State of South Dakota
Public Utilities Commission

INITIAL STAFF DATA REQUEST

REGARDING APPLICATION OF
Network US, Inc. d/b/a CA Affinity

- Q.34. Provide cost support for all rates shown in the company's tariff
- A.34. The Company's rates are based on the rate at which the company purchases the service with an adjustment for market considerations

NOWALSKY, BRONISTON & GOTHARD, AP/LC (04-17)
GENERAL ACCOUNT
2500 N CALLEWAY BLVD STE 1442
METairie, LA 70002
(504) 832-1584

WESTBANK
2500 N CALLEWAY BLVD STE 1442
METairie, LA 70002
(504) 832-1584

07/01

5098

PAY TO THE
ORDER OF South Dakota Public Utilities Commission
Two hundred fifty and NO/100

\$ 250.00

DOLLAR & 10/100

South Dakota Public Utilities Commission

MEMO Network US

"009098" 1:26547038 1: 120143163108"



South Dakota Public Utilities Commission
WEEKLY FILINGS
For the Period of June 7, 2001 through June 13, 2001

If you need a complete copy of a filing faxed, overnight expressed, or mailed to you, please contact
Delaine Kolbo within five business days of this filing. Phone: 605-773-3705 Fax: 605-773-3805

TELECOMMUNICATIONS

TC01-055 **In the Matter of the Application of KMC Data, LLC for a Certificate of Authority to Provide Interexchange Telecommunications Services and Local Exchange Services in South Dakota.**

KMC Data, LLC is seeking a Certificate of Authority to provide interexchange and local exchange telecommunication services in South Dakota. The applicant intends to provide services on a facilities based and resale basis.

Staff Analyst: Keith Senger
Staff Attorney: Karen Cremer
Date Docketed: 06/06/01
Intervention Deadline: 06/29/01

TC01-056 **In the Matter of the Application of Global Crest Communications, Inc. for a Certificate of Authority to Provide Interexchange Telecommunications Services in South Dakota.**

Global Crest Communications, Inc. (Global Crest) is seeking a Certificate of Authority to provide interexchange telecommunications services throughout South Dakota. Global Crest intends to offer resold: 1+ and 101XXXXX outbound dialing, 800/888 toll-free inbound dialing, directory assistance, data services, travel card service and prepaid calling card service.

Staff Analyst: Heather Forney
Staff Attorney: Kelly Frazier
Date Docketed: 06/07/01
Intervention Deadline: 06/29/01

TC01-057 **In the Matter of the Application of Network US, Inc. d/b/a CA Affinity for a Certificate of Authority to Provide Interexchange Telecommunications Services in South Dakota.**

Network US, Inc. d/b/a CA Affinity (Affinity) is seeking a Certificate of Authority to provide interexchange telecommunications services throughout South Dakota. Affinity intends to offer Message Toll Service, Incoming 800/888, and Travel Card Services

Staff Analyst: Heather Forney
Staff Attorney: Kelly Frazier
Date Docketed: 06/08/01
Intervention Deadline: 06/29/01

TC01-058 **In the Matter of the Application of Telefyne Incorporated for a Certificate of Authority to Provide Interexchange Telecommunications Services in South Dakota.**

Telefyne Incorporated has filed an application for a Certificate of Authority to provide interexchange telecommunications services in South Dakota. Telefyne is a reseller and intends to offer interexchange services including 1+ and 101XXXXX outbound dialing, 800/888 toll-free inbound dialing, directory assistance, data services, travel card service, and prepaid calling card service throughout South Dakota.

Date Docketed: 06/13/01
Intervention Deadline: 06/29/01

TC01-063 In the Matter of the Filing for Approval of a SPOP Amendment to an Interconnection Agreement between Qwest Corporation and McLeodUSA Telecommunications Services, Inc.

On June 13, 2001 the Commission received a filing for approval of an Amendment to Single Point of Presence (SPOP) to the Local Interconnection Agreement between McLeodUSA Telecommunications Services, Inc. (McLeodUSA) and Qwest Corporation (Qwest) (aka US West Communications, Inc. According to the parties the agreement is a negotiated agreement with the parties adopting the negotiated interconnection agreement between McLeodUSA and Qwest which was approved by the Commission effective July 23, 1999 in Docket TC99-057. The Amendment is made in order to add terms and conditions for Single Point of Presence (SPOP) in the LATA to the Agreement, as set forth in Attachment 1 and Exhibit A attached to the Amendment. Any party wishing to comment on the agreement may do so by filing written comments with the Commission and the parties to the agreement no later than July 3, 2001. Parties to the agreement may file written responses to the comments no later than twenty days after the service of the initial comments.

Staff Attorney: Kelly Frazier
Date Docketed: 06/13/01
Initial Comments Due: 07/03/01

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Monica Borne Haab
EllenAnn G. Sands
Bruce C. Betzer

June 19, 2001

Via Overnight Delivery

Executive Secretary
South Dakota Public Utilities Commission
500 E. Capitol Avenue
Pierre, SD 57501-5070

RECEIVED

JUN 20 2001

SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION

RE: Network US, Inc. d/b/a CA Affinity (TC01-057)

Dear Sir:

I am writing in response to Staff inquiry dated June 14, 2001. The Company submits the following numbered responses which correlate to Staff's numbered inquiries.

1. The Company agrees not to collect any deposits or advanced payment and will not offer any prepaid services in South Dakota.
2. The Company's representative to whom all inquiries regarding customer complaints may be addressed is: Ann Shah, Regulatory Contact, W229 N1433 Westwood Drive, Suite 205, Pewaukee, Wisconsin 53186, Ph (800) 366-3885, Fx (262) 798-3888, E-Mail ann@affinitycorp.com

Also, please take note that the Company's address has changed. The new address is W229 N1433 Westwood Drive, Suite 205, Pewaukee, Wisconsin 53186.

If you should have any questions regarding this filing, please do not hesitate to call.

Sincerely,



Monica Borne Haab

cc: Kelly Frazier, Staff Attorney
Ann Shah, Network US

**BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA**

IN THE MATTER OF THE APPLICATION OF)
NETWORK US, INC. D/B/A CA AFFINITY FOR)
A CERTIFICATE OF AUTHORITY TO PROVIDE)
INTEREXCHANGE TELECOMMUNICATIONS)
SERVICES IN SOUTH DAKOTA)

ORDER GRANTING
CERTIFICATE OF
AUTHORITY

TC01-057

On June 8, 2001, the Public Utilities Commission (Commission), in accordance with SDCL 49-31-3 and ARSD 20:10:24:02, received an application for a certificate of authority from Network US, Inc. d/b/a CA Affinity (Affinity).

Affinity proposes to offer message toll service, incoming 800/888 and travel card services. A proposed tariff was filed by Affinity. The Commission has classified long distance service as fully competitive.

On June 14, 2001, the Commission electronically transmitted notice of the filing and the intervention deadline of June 29, 2001, to interested individuals and entities. No petitions to intervene or comments were filed and at its July 10, 2001, meeting, the Commission considered Affinity's request for a certificate of authority. Commission Staff recommended granting a certificate of authority, subject to the condition that Affinity not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission.

The Commission finds that it has jurisdiction over this matter pursuant to SDCL Chapter 49-31, specifically 49-31-3 and ARSD 20:10:24:02 and 20:10:24:03. The Commission finds that Affinity has met the legal requirements established for the granting of a certificate of authority. Affinity has, in accordance with SDCL 49-31-3, demonstrated sufficient technical, financial and managerial capabilities to offer telecommunications services in South Dakota. The Commission approves Affinity's application for a certificate of authority, subject to the condition that Affinity not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission. As the Commission's final decision in this matter, it is therefore

ORDERED, that Affinity's application for a certificate of authority is hereby granted, effective August 7, 2001, subject to the condition that Affinity not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission. It is

FURTHER ORDERED, that Affinity shall file informational copies of tariff changes with the Commission as the changes occur.

Dated at Pierre, South Dakota, this 12th day of July, 2001

CERTIFICATE OF SERVICE

The undersigned hereby certifies that this document has been served today upon all parties of record in this docket, as listed on the docket service list, by first class mail, in properly addressed envelopes, with charges prepaid thereon.

By

Date

Rebecca Kaelbo
7/13/01

(OFFICIAL SEAL)

BY ORDER OF THE COMMISSION:

James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner

SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

CERTIFICATE OF AUTHORITY

To Conduct Business As A Telecommunications Company
Within The State of South Dakota

Authority was Granted effective as of August 7, 2001
Docket No. TC01-057

This is to certify that

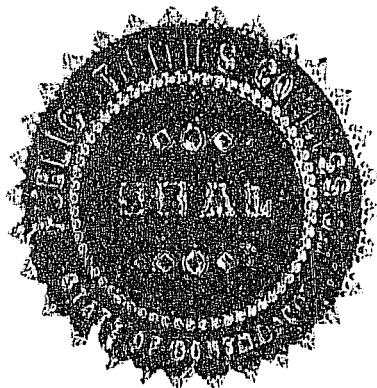
NETWORK US, INC. D/B/A CA AFFINITY

is authorized to provide interexchange telecommunications services in South Dakota, subject to the condition that it not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission.

This certificate is issued in accordance with SDCL 49-31-3 and ARSD 20:10:24:02, and is subject to all of the conditions and limitations contained in the rules and statutes governing its conduct of offering telecommunications services.

Dated at Pierre, South Dakota, this 12th day of July, 2001.

**SOUTH DAKOTA PUBLIC
UTILITIES COMMISSION:**



James A. Burg
JAMES A. BURG, Chairman

Pam Nelson
PAM NELSON, Commissioner